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November 9, 2011

VIA ELECTRONIC FILING AND MAIL

Honorable Stuart M. Bernstein
United States Bankruptcy Judge
U.S. Bankruptcy Court for the Southern District of New York
One Bowling Green
New York, New York 10004-1408

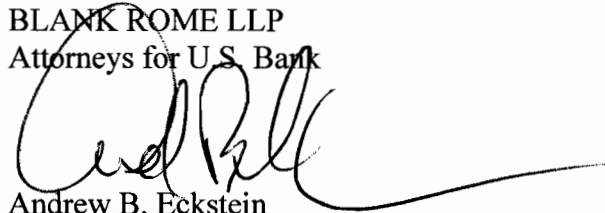
Re: Pavarini McGovern, LLC. V. Waterscape Resort LLC, *et al.*,
(Adv. Proc. No. 11-02248) (the “Adversary Proceeding”);
and the related bankruptcy: Waterscape Resort LLC (Case No. 11-11593)

Dear Judge Bernstein:

Pursuant to your Honor’s Case Management Order entered October 27, 2011, we hereby confirm that U.S. Bank National Association and USB Capital Resources, Inc. f/k/a USB Capital Funding Corp. (collectively, “U.S. Bank”) consent to the entry of final orders or judgment by the Bankruptcy Court were it determined by the Bankruptcy Court (1) that the above-captioned proceeding is non-core or (2) that the proceeding is core but absent consent of the parties, the Court cannot enter final orders or judgment consistent with Article III of the United States Constitution.

Respectfully,

BLANK ROME LLP
Attorneys for U.S. Bank



Andrew B. Eckstein

ABE:msl

cc: Lee W. Stremba, Esq. (via email)
Eric W. Sleeper, Esq. (via email)